

UNITED STATES BANKRUPTCY COURT
FOR THE WESTERN DISTRICT OF OKLAHOMA

In re:

Central Oklahoma United Methodist
Retirement Facility, Inc.
d/b/a Epworth Villa,

Debtor.

Case No. 14-12995-SAH

Chapter 11

**MOTION OF EPWORTH VILLA FOR AUTHORITY TO
ASSUME EXECUTORY RESIDENT CONTRACTS;
BRIEF IN SUPPORT; AND NOTICE OF OPPORTUNITY FOR HEARING**

YOUR RIGHTS MAY BE AFFECTED. YOU SHOULD READ THIS DOCUMENT CAREFULLY AND CONSULT YOUR ATTORNEY ABOUT YOUR RIGHTS AND THE EFFECT OF THIS DOCUMENT. IF YOU DO NOT WANT THE COURT TO GRANT THE REQUESTED RELIEF, OR YOU WISH TO HAVE YOUR VIEWS CONSIDERED, YOU MUST FILE A WRITTEN RESPONSE OR OBJECTION TO THE REQUESTED RELIEF WITH THE CLERK OF THE UNITED STATES BANKRUPTCY COURT FOR THE WESTERN DISTRICT OF OKLAHOMA, 215 DEAN A. MCGEE AVENUE, OKLAHOMA CITY, OK 73102 NO LATER THAN 14 DAYS FROM THE DATE OF FILING OF THIS REQUEST FOR RELIEF. YOU SHOULD ALSO SERVE A FILE-STAMPED COPY OF YOUR RESPONSE OR OBJECTION ON THE UNDERSIGNED MOVANT/MOVANT'S ATTORNEY AND ANY OTHERS WHO ARE REQUIRED TO BE SERVED. IF NO RESPONSE OR OBJECTION IS TIMELY FILED, THE COURT MAY GRANT THE REQUESTED RELIEF WITHOUT A HEARING OR FURTHER NOTICE.

THE 14-DAY PERIOD INCLUDES THE THREE (3) DAYS ALLOWED FOR MAILING PROVIDED FOR IN BANKRUPTCY RULE 9006(F).

Central Oklahoma United Methodist Retirement Facility, Inc. d/b/a Epworth Villa, debtor and debtor-in-possession ("Epworth Villa"), for its motion (the "Motion") for entry of an order authorizing the assumption of executory contracts with residents of Epworth Villa, states:

JURISDICTION AND VENUE; BACKGROUND

1. The Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding under 28 U.S.C. § 157(b)(2). Venue is proper under 28 U.S.C. §§ 1408 and 1409. This Motion is authorized by 11 U.S.C. § 365(a) and Rule 6006(a) of the Federal Rules of Bankruptcy Procedure (“Bankruptcy Rules”).

2. On July 18, 2014 (the “Petition Date”), Epworth Villa filed its voluntary petition for relief pursuant to chapter 11 of title 11 of the United States Code (“Bankruptcy Code”) in the United States Bankruptcy Court for the Western District of Oklahoma (“Bankruptcy Court”).

3. Epworth Villa continues to operate its business as a debtor-in-possession pursuant to §§ 1107(a) and 1108 of the Bankruptcy Code. No committees have been appointed, nor has any request been made for the appointment of a trustee or examiner.

4. Affiliated with the Oklahoma Conference of the United Methodist Church, Epworth Villa is a continuous care retirement community for persons age 62 and older, located at 14901 N. Pennsylvania Avenue, Oklahoma City, Oklahoma 73134.

5. In addition to independent living facilities, Epworth Villa offers assisted living, memory care assisted living, nursing care services, and a skilled nursing facility. Presently, Epworth Villa includes 264 independent living units (cottages and apartment homes), 118 assisted living units, with maximum capacity of 130 beds, and 87 nursing beds that are dually certified for skilled or long term patients with common areas, community centers and other facilities. It is undergoing a \$65 million renovation and expansion project that is projected to be completed in the spring of 2015.

RELIEF AND BASIS FOR RELIEF REQUESTED

6. Prior to the Petition Date, Epworth Villa entered into numerous contracts with its residents (collectively, “Residency Agreements”). These Residency Agreements are listed on the attached **Exhibit “A”**, which includes the unit number, the Resident’s name and the date of the Residency Agreement. The Residency Agreements entitle the residents of Epworth Villa to, among other things, occupy and use an independent living unit, common areas, and certain health care services such as licensed nursing care, assisted living care, a hospice facility and a courtesy clinic.

7. Under the terms of the Residency Agreements, residents are required to pay an Entrance Fee and a monthly service fee. The Entrance Fee may or may not be refundable, from nothing up to 100%, depending upon the option chosen by the resident and the resident’s length of residency at Epworth Villa. Any Entrance Fee refund is payable only when Epworth Villa has received a new Entrance Fee from a successor resident for the resident’s unit.

8. Epworth Villa’s Residency Agreements are executory because “each party to the contract[s] has ongoing duties and obligations such that the contract[s] remain[] materially unperformed on both sides.” *In re Aerobox Composite Structures, LLC*, 373 B.R. 135, 139 (Bankr. D.N.M. 2007); *see also In re Johnson*, 501 F.3d 1163, 1174 (10th Cir. 2007) (“According to the widely adopted classic definition provided by Professor Countryman, an executory contract is ‘a contract under which the obligation of both the bankrupt and the other party to the contract are so far unperformed that the failure of either to complete performance would constitute a material breach excusing

performance of the other.'") (citing Vern Countryman, *Executory Contracts in Bankruptcy: Part I*, 57 Minn. L.Rev. 439, 460 (1973)).

9. By this Motion, pursuant to Section 365(a) of the Bankruptcy Code, Epworth Villa respectfully requests that this Court authorize the assumption of the Residency Agreements listed on the attached **Exhibit "A"**. Epworth Villa has concluded, in the exercise of its business judgment, it is in the best interests of this bankruptcy estate, its creditors, and Epworth Villa that the Residency Agreements be immediately assumed. The Residency Agreements provide a substantial and essential source of Epworth Villa's revenue. With Epworth Villa's expanded facilities to be completed and ready for occupancy in the Spring of 2015, prospective new residents need to be able to sign Residency Agreements without doubt about the safety of their investment (and knowing that they will, just as current residents, receive a refund of their Entrance Fees after termination of their Residency Agreements). Epworth Villa is unaware of any business justification for rejecting any Residency Agreement and therefore seeks to assume all of them at this time.

10. Section 365(a) of the Bankruptcy Code provides that a trustee (or, as applicable here by virtue of Section 1107(a) of the Bankruptcy Code, a debtor in possession), subject to Court approval, may assume or reject any executory contract or unexpired lease of the debtor. 11 U.S.C. § 365(a). Executory contracts can be assumed or rejected by the debtor in possession at any time before confirmation of a plan. *See In re Mid Region Petroleum, Inc.*, 1 F.3d 1130, 1132 (10th Cir. 1993); *In re Commercial Financial Services, Inc.*, 233 B.R. 885, 890 (Bankr. N.D. Okla. 1999).

11. “A bankruptcy court reviewing a trustee’s or debtor-in-possession’s decision to assume or reject an executory contract should examine a contract and the surrounding circumstances and apply its best ‘business judgment’ to determine if it would be beneficial or burdensome to the estate to assume it.” *In re Orion Pictures Corp.*, 4 F.3d 1095, 1099 (2d Cir. 1993); *see also In re Tilco, Inc.*, 558 F.2d 1369 (10th Cir. 1977); *In re J.H. Land & Cattle Co., Inc.*, 8 B.R. 237, 238 (Bankr. W.D. Okla. 1983); *In re Summit Land Co.*, 13 B.R. 310 (Bankr. D. Utah 1981). Section 365(b) of the Bankruptcy Code requires, as a condition of assuming an executory contract, a debtor in possession to cure or provide adequate assurance that it will promptly cure any default under the contract, compensate the other party to the contract for any actual pecuniary loss resulting from any such default (collectively, “Cure Costs”), and provide adequate assurance of future performance.

12. The only Cure Costs that would, but for this bankruptcy, be presently due and payable under the Residency Agreements are: (A) the Entrance Fee refunds owed to persons whose residencies have terminated, whose units have been reoccupied, and whose Entrance Fees were in the process of being refunded on the Petition Date; (B) the Entrance Fee refunds owed to persons who paid a deposit but later chose not to reside at Epworth Villa and were entitled to a refund on the Petition Date; and (C) small refunds owed to former residents of skilled nursing based on a credit balance on their respective accounts as of the Petition Date. Each of these persons are listed, by these categories and with the amount of each refund shown, on the attached **Exhibit “B”**.

13. Epworth Villa is capable of fully performing its present and future obligations under the Residency Agreements, including the payment of all Cure Costs.

NOTICE

14. Notice of this Motion is being provided (i) electronically by the Court's ECF system to the Office of the United States Trustee and all parties in interest who have entered their appearances and requested notices in this case, (ii) by U.S. Mail to the 20 largest unsecured creditors of this estate, to the extent they have not entered appearances through counsel, and (iii) by U.S. Mail to those who are parties to the Residency Agreements to be assumed. Epworth Villa submits that no further notice should be required, and requests that the Court approve such notice as adequate.

CONCLUSION

Epworth Villa respectfully requests the entry of an order by the Court authorizing the assumption of the Residency Agreements, authorizing the payment of all associated Cure Costs, and granting such further relief as is just and proper.

Respectfully submitted,

CENTRAL OKLAHOMA UNITED
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CERTIFICATE OF SERVICE

I do hereby certify that on the 18th day of August, 2014, a true, correct and exact copy of the above and foregoing document was served by electronic notice by the CM/ECF filing system to the following:

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And by placing same in the United States mail, with proper postage thereon fully prepaid, to those parties as listed below:

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¹ This list excludes those members of the twenty largest unsecured creditors who have entered appearances through counsel in this bankruptcy case.

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Epworth Villa
14901 N. Penn Ave., IL 233
Oklahoma City, OK 73134

Ruby L. Simpson
Epworth Villa
14901 N. Penn Ave., DE 1417
Oklahoma City, OK 73134

Jimette R. McLean
Epworth Villa
14901 N. Penn Ave., IL 284
Oklahoma City, OK 73134

Burrel J. and JoAnn F. McNaught
Epworth Villa
14901 N. Penn Ave., IL 004A
Oklahoma City, OK 73134

Phyllis McTiernan
Epworth Villa
14901 N. Penn Ave., IL 313
Oklahoma City, OK 73134

Judith W. Wallop
Epworth Villa
14901 N. Penn Ave., IL 258
Oklahoma City, OK 73134

Robert J. Mileur
Epworth Villa
14901 N. Penn Ave., IL 175
Oklahoma City, OK 73134

Virginia L. Minton
Epworth Villa
14901 N. Penn Ave., IL 265
Oklahoma City, OK 73134

Donald E. Moll
c/o Nanci Moll
2212 Coachlight Drive
Edmond, OK 73013

William E. Munsell
Epworth Villa
14901 N. Penn Ave., IL 103
Oklahoma City, OK 73134

Lloyd and Linda Muterspaugh
Epworth Villa
14901 N. Penn Ave., IL 1210
Oklahoma City, OK 73134

Helen W. Neal
Epworth Villa
14901 N. Penn Ave., IL 231
Oklahoma City, OK 73134

Jim J. and Darlene Northcutt
Epworth Villa
14901 N. Penn Ave., IL 003B
Oklahoma City, OK 73134

Stanley C and Nancy Noxon
Epworth Villa
14901 N. Penn Ave., IL 2212
Oklahoma City, OK 73134

Kathryn V. Ocker
Epworth Villa
14901 N. Penn Ave., IL 239
Oklahoma City, OK 73134

Jack Osborn
Epworth Villa
14901 N. Penn Ave., IL 386
Oklahoma City, OK 73134

Marianna R. Osborn
Epworth Villa
14901 N. Penn Ave., IL 003A
Oklahoma City, OK 73134

Willa Dene Pace
Epworth Villa
14901 N. Penn Ave., IL 005A
Oklahoma City, OK 73134

Elaine Pardee
Epworth Villa
14901 N. Penn Ave., IL 172
Oklahoma City, OK 73134

Reno K Park
Epworth Villa
14901 N. Penn Ave., IL 167
Oklahoma City, OK 73134

Emily T. Parnell
Epworth Villa
14901 N. Penn Ave., IL 215
Oklahoma City, OK 73134

Virginia M. Parr
c/o Susie Reynolds
3116 Aerie Dr.
Edmond, OK 73013

Clara L. Peisue
Epworth Villa
14901 N. Penn Ave., IL 114
Oklahoma City, OK 73134

Margjorie A. Penn
Epworth Villa
14901 N. Penn Ave., IL 1205
Oklahoma City, OK 73134

James S. and Jessie E. Plaxico
Epworth Villa
14901 N. Penn Ave., IL 2213
Oklahoma City, OK 73134

Donald E. and Eda S. Pope
Epworth Villa
14901 N. Penn Ave., IL 001A
Oklahoma City, OK 73134

Evangeline J. Porter
c/o Alvan Porter
6305 Waterford Blvd., Ste. 430
Oklahoma City, OK 73118

Dale L. Prill
Epworth Villa
14901 N. Penn Ave., IL 139
Oklahoma City, OK 73134

Betty L Raney
Epworth Villa
14901 N. Penn Ave., IL 1207
Oklahoma City, OK 73134

Maryallene Reames
Epworth Villa
14901 N. Penn Ave., IL 106
Oklahoma City, OK 73134

Paul B. and Joan S. Redding
Epworth Villa
14901 N. Penn Ave., IL 256
Oklahoma City, OK 73134

Elaine Reid
Epworth Villa
14901 N. Penn Ave., IL 121
Oklahoma City, OK 73134

Wilma D. Reppert
Epworth Villa
14901 N. Penn Ave., IL 007A
Oklahoma City, OK 73134

Donna V. Reynolds
Epworth Villa
14901 N. Penn Ave., IL 268
Oklahoma City, OK 73134

Meredith N. Richards
Epworth Villa
14901 N. Penn Ave., IL 374
Oklahoma City, OK 73134

Betty D. Robins
Epworth Villa
14901 N. Penn Ave., IL 017B
Oklahoma City, OK 73134

Patricia H. Robison
Epworth Villa
14901 N. Penn Ave., IL 354
Oklahoma City, OK 73134

Nila Rouk
Epworth Villa
14901 N. Penn Ave., IL 2207
Oklahoma City, OK 73134

Julius Schallenmuller
Epworth Villa
14901 N. Penn Ave., IL 186
Oklahoma City, OK 73134

Bettye A. Schelhing
Epworth Villa
14901 N. Penn Ave., IL 125
Oklahoma City, OK 73134

Sylvia Schroeder
c/o Alan Schroeder
3801 Bonaire Place
Edmond, OK 73013

Ralph E. Seals
Epworth Villa
14901 N. Penn Ave., IL 223
Oklahoma City, OK 73134

Jane M. Self
Epworth Villa
14901 N. Penn Ave., IL 208
Oklahoma City, OK 73134

Beth K. Sherman
c/o Marilyn Sherman
10 Pear Orchard Park
Jackson, MS 39211

James e. and Lauren K. Shock
Epworth Villa
14901 N. Penn Ave., IL 174
Oklahoma City, OK 73134

Marilyn A. Willisams
Epworth Villa
14901 N. Penn Ave., IL 214
Oklahoma City, OK 73134

Richard H. and Carol A. Sinnreich
Epworth Villa
14901 N. Penn Ave., IL 017A
Oklahoma City, OK 73134

Carol Sokatch
Epworth Villa
14901 N. Penn Ave., IL 126
Oklahoma City, OK 73134

Polly Q. Spencer
c/o Marilyn Morris
1224 N.W. 141 Street
Edmond, OK 73013

Virginia Stanley
Epworth Villa
14901 N. Penn Ave., IL 206
Oklahoma City, OK 73134

Victoria Stone
c/o Scott & Stringfellow
1 Cedar Hill Ct.
Bedford, VA 24523

Joyce J. Strong
Epworth Villa
14901 N. Penn Ave., IL 2204
Oklahoma City, OK 73134

Letha I Sturdevant
Epworth Villa
14901 N. Penn Ave., IL 310
Oklahoma City, OK 73134

Shirley M. Sullivan
Epworth Villa
14901 N. Penn Ave., IL 260
Oklahoma City, OK 73134

Helen G. Taylor
Epworth Villa
14901 N. Penn Ave., IL 322
Oklahoma City, OK 73134

Jo Ann A. Taylor
Epworth Villa
14901 N. Penn Ave., IL 226
Oklahoma City, OK 73134

L.D. Taylor
Epworth Villa
14901 N. Penn Ave., IL 271
Oklahoma City, OK 73134

David Thomason
Epworth Villa
14901 N. Penn Ave., IL 211
Oklahoma City, OK 73134

Martha R. Thornbrough
Judy Day
12150 Holly Knoll Circle
Great Falls, VA 22066

Angeline Tobin
Epworth Villa
14901 N. Penn Ave., IL 263
Oklahoma City, OK 73134

Nellie L. Totusek
c/o Donald Totusek
832 Teakwood Place
Dallas, TX 75080

James W. and Frances W. Tysor
Epworth Villa
14901 N. Penn Ave., IL 3201
Oklahoma City, OK 73134

Margaret A. Vater
Epworth Villa
14901 N. Penn Ave., IL 359
Oklahoma City, OK 73134

Irene M. Vollmer
Epworth Villa
14901 N. Penn Ave., IL 105
Oklahoma City, OK 73134

Keith F. Walker
c/o Luann Walker
P.O. Box 2515
Ardmore, OK 73402

Vynetta Walker
Epworth Villa
14901 N. Penn Ave., IL 019B
Oklahoma City, OK 73134

Cecil L and Donna J. Wallingford
Epworth Villa
14901 N. Penn Ave., IL 351
Oklahoma City, OK 73134

Laura A. Ward
Epworth Villa
14901 N. Penn Ave., IL 019A
Oklahoma City, OK 73134

Margie R. Weathers
c/o Linda Garcia
P.O. Box 31744
Edmond, OK 73003

Nancie C. Webb
Epworth Villa
14901 N. Penn Ave., IL 383
Oklahoma City, OK 73134

Marvin C. and Elizabeth Weber
Epworth Villa
14901 N. Penn Ave., IL 1213
Oklahoma City, OK 73134

Forrest and Iris Weirick
Epworth Villa
14901 N. Penn Ave., IL 305
Oklahoma City, OK 73134

Marlene Welch
Epworth Villa
14901 N. Penn Ave., IL 3213
Oklahoma City, OK 73134

Sharon S. Wetwiska
Epworth Villa
14901 N. Penn Ave., IL 111
Oklahoma City, OK 73134

James F. White
c/o Leslie Adkins
1558 Singleton
Wichita Falls, TX 76303

Betty J. Williams
Epworth Villa
14901 N. Penn Ave., IL 330
Oklahoma City, OK 73134

Paris G. Wilson
Epworth Villa
14901 N. Penn Ave., IL 3209
Oklahoma City, OK 73134

Neil C. and Katherine Winslow
Epworth Villa
14901 N. Penn Ave., IL 222
Oklahoma City, OK 73134

Theodore W. and Kathryn
Wischropp
Epworth Villa
14901 N. Penn Ave., IL 373
Oklahoma City, OK 73134

James E. Wood
Epworth Villa
14901 N. Penn Ave., IL 016B
Oklahoma City, OK 73134

Everett M. and Barbara B. Woods
Epworth Villa
14901 N. Penn Ave., IL 219
Oklahoma City, OK 73134

Beverly J. Yates
Epworth Villa
14901 N. Penn Ave., IL 279
Oklahoma City, OK 73134

Loretha J. Yearout
c/o Gaytha Kreyborg
14712 Lamplight Lane
Edmond, OK 73013

Willis H. and Nancy J. Zumwalt
Epworth Villa
14901 N. Penn Ave., IL 269
Oklahoma City, OK 73134

Philip & Moira Reed
Ruth Carrie Reed
2679 Angela Court
Piedmont, OK 73078

Mary Bredel
3905 N. Bryant
Edmond, OK 73034

Alberta Barker Trust
5100 N. Classen Blvd., Suite 620
Oklahoma City, OK 73118

Joe Legako
Dr. Jana Legako
13305 Mayberry Place
Oklahoma City, OK 73142

Nadine Dodd
10272 S. 95th East Ave.
Tulsa, OK 74133

Bobby Brown
4200 NE 142nd Court
Edmond, OK 73013

Greg Campbell
3532 Quail Creek Rd.
Oklahoma City, OK 73120

Lynn Watkins
12110 Broadway Blvd.
Ardmore, OK 73401

/s/ Brandon C. Bickle
Brandon C. Bickle

Exhibit "A"
(Residency Agreements)

Unit#/ Apart #	Resident Name	Effective Date
IL 014A	Adams, Mary L.	11/14/06
Al 2424	Alexander, William O.	08/09/13
MC 420	Alberta Barker Trust	05/11/11
IL 166	Ansley, Joy A. Ansley, Ernest L.	02/15/11
IL 2214	Bake, Joan J.	12/27/13
IL 005B	Barby, Sondra M	05/02/07
MC421	Barta, John J. Barta, Eva J.	02/28/12
IL 160	Bass, Mary F.	07/28/06
IL 335	Bates, Shirley F.	10/30/06
IL 024	Batey, Dana D. Batey, Lois L.	05/15/09
IL 203	Bayless, Allene	04/05/04
IL 26	Bertoldi, John	03/02/12
IL 156	Bickford, Harlene	08/07/13
IL 178	Bishop, Lawrence E. Bishop, Betty G.	03/27/09
IL 287	Blew, Doris F.	07/13/09
AL 2408A	Boulton, John W. Boulton, Evelyn F.	09/15/10
IL 3203	Bradford, Katherine	02/07/14
IL 1202	Brannan, Betty J.	12/27/13
IL 1204	Brannan, Jo Ann	12/27/13
MC 523A	Bredel, Mary	07/05/12
IL 008B	Brothers, John E. Brothers, Sandra J.	02/25/10
IL 323	Brown, Aileen W.	07/26/06
DE 1433	Brown, Gaylon (refund - to Bobby)	01/18/11
IL 135	Bruno, Frank	05/01/07
IL 389	Bryant, Mariann M.	08/31/11
IL 159	Bullard, Harold M. Carver, Jeanene S.	03/01/12
IL 011A	Bush, William J. Bush, Loreta M.	12/19/05
IL 102	Butts, Iris J.	10/15/13
MC 527B	Caldwell, Doris R.	03/27/07
MC 416	Campbell, Sally (refund to Greg)	12/13/13
IL 2201	Carson, Emily E.	12/27/12

IL 221	Caruso, Ruby O.	08/22/07
MC 1849	Caskey, Joseph K. Caskey, Sara H.	09/29/11
IL 122	Chenoweth, Vida S.	02/05/08
DE 1406	Clay, Judith A.	09/02/10
IL 329	Clements, Mary E.	04/09/12
DE 1413	Coit, Jessie A.	08/18/08
IL 015B	Coker, Patricia A.	11/30/05
IL 255	Coleman, Addilee	03/12/13
IL 021	Cooper Thoni, Peggy A.	05/05/09
IL 023	Cornell, Phyllis A.	06/15/09
MC 522A	Couch, Virginia N.	02/02/08
IL 267	Craig, Wanda E.	03/12/08
IL 209	Crone, Eva L.	08/15/08
DE 1420	Cruchfield, Benja L.	03/20/06
IL 352	Culbertson, John L.	06/22/12
IL 109	Curtis, Mary P.	12/06/02
IL 283	Dalley, Pauline J.	08/09/13
MC530A	Daub, Ralph F. Daub, Marion D.	06/21/10
IL 356	Darvis, Craig	04/19/08
IL 179	David, Rae D.	09/20/10
IL 152	Davis, Evelyn K.	06/17/13
IL 331	Dean, Lawanda L.	09/30/10
IL 2203	Delhotal, Charles Delhotal, Myra V.	11/27/13
IL 010B	Diekmann, Edward F. Diekmann, Marilyn M.	05/28/02
IL 358	Doane, Elliott P.	03/21/13
	Dodd, Nadine- never a resident - only a depositor	
IL 1203	Dodson, Lucille M.	12/12/13
MC 420	Douglas, Pauline W.	12/10/02
IL 228	Dunaway, Sarah Townsend, Juanita	03/25/13
IL 289	Dunn, Betty	03/01/13
IL 137	Dupy, Cleo A.	06/24/08
DE 1407	Edgington, Virginia D.	05/13/05
IL 009B	Elston, James L. Elston, Allison C.	10/24/08
MC 524	Fennelly, Lana H.	10/13/05
IL 328	Flegel, Bessie A. Flegel, Melvin F.	11/26/07
IL 180	Finley, Dorothy D.	09/12/07

	Finley, Drew V.	
IL 154	Finley, Joanne J.	04/25/12
IL 251	Finnigan, Mabel J.	11/10/05
IL 264	Ford, Dorothy H.	08/25/10
IL 129	Fox, Sara J.	01/05/11
IL 3207	Frost, Don J. Frost, Gail H.	11/21/13
Il 2205	Fryrear, Jack I. Fryrear, Betty J.	12/09/13
IL 3212	Garland, Dolores P.	08/19/13
IL 2009	Garrett, Robert D. Garrett, Jane T.	02/04/14
IL 1212	Geyer, James R. Geyer, Lael H.	11/21/13
IL 367	Gibson, Ann (Beatrice) Gibson, Albert B.	07/28/11
IL 018A	Gibson, Gilbert C. Gibson, Aulena S.	02/01/06
IL 025	Gilchrist, Patricia W.	04/21/11
IL 185	Guon, Lynda A.	07/16/05
IL 384	Hamilton, Mary W.	04/08/10
IL 2202	Harned, Thomas L. Harned, Judith G.	01/28/14
IL 101	Harper, Sarah J.	07/15/04
IL 369	Hershberger, John R.	04/26/12
IL 276	Hicks, William D. Hicks, Virginia L.	03/05/07
IL 253	Hill, Jessie Y.	01/11/13
IL 123	Hinckley, Dorothy J.	04/22/13
IL 022	Holdrege, James H. Holdrege, Mary A.	03/31/14
IL 163	Holloway, Suzanne A.	06/28/13
IL 133	Holmes, Eleanor M.	10/01/01
IL 011B	Hoppes, Mary V.	12/27/05
IL 014B	Horton, Donald H. Horton, Marclle	11/15/05
IL 381	Horton, Dewayne E.	09/26/05
IL 008A	Howl, Clarence W. Howl, Virginia W.	12/08/09
DE 1423	Hudiburg, Herma J.	04/21/08
Il 378	Hughes, Virginia M.	07/08/11
MC 533A	Huston, Lester J. Huston, Wilma A.	06/21/07

IL 227	Ivester, Sharon M.	08/10/09
IL 009A	Johnson, Elaine L. Johnson, Waldo E.	10/19/07
IL 237	Johnson, Martha E.	04/02/14
IL 371	Johnson, Pauline P.	05/29/07
IL 184	Johnston, Otis M. Johnston, Judith M.	07/01/08
IL 259	Jones, Frank L. Jones, Dorothy K.	03/07/12
IL 015A	Jones, Joe R. Jones, Sarah J.	01/30/12
IL 173	Keeton, Ellen E.	08/22/11
IL 236	Keller, Dorothy M.	05/23/13
IL 119	Kelly, Harold E.	08/12/13
MC419	Killian, Lorene V.	01/03/94
IL 382	King, Peggy L. English, Connie S.	06/30/11
DE 1416	Kramer, Marilyn A.	06/23/11
IL 110	Kriegel, Herbert	08/10/12
IL 216	Kuller, James G. Kuller, Jeanne R.	07/06/09
IL 217	Lambert, Walter K. Lambert, Linda B.	05/19/08
IL 3204	Laughlin, Monique	11/21/13
DE 1411	Lee, Clayton E.	05/08/09
	Legako, Joe - never a resident - only a depositor	
IL 026	Liebler, Alan J. Liebler, Sonia S.	05/14/14
IL 387	Linduff, Sonya V.	09/28/07
IL 116	Lovett, Viva L.	11/29/13
AL 2414	Lowe, Dolores R.	06/11/08
IL 168	Lussier, Clifford C. Lussier, Linda	02/27/13
DE 1419	Lynch, Beverly M.	07/30/10
IL 018B	Lyon, Durward Lyon, Marybeth	04/03/06
IL 277	MacIvor, E. Paschal P.	01/17/12
IL 319	Maddox, Donald K. Maddox, Delores A.	10/24/12
AL 2406	Madison, Winona E.	07/28/11
IL 1201	Mahaffey, Jim M. Mahaffey, Kathryn S.	04/27/11
IL 004B	Maloney, Roberta H.	12/27/12

IL 176	Malowney, Arthur R. Maloweny, Anna L	04/26/13
IL 165	Martin, Johnnie A.	04/22/10
IL 376	Martin, Phil Martin, Shirley	10/31/11
IL 274	Martin, Rosemary	12/19/02
AL 2415	Martinez, Norma J.	07/29/08
IL 325	Mayer, Katherine H.	09/30/11
IL 375	McC Campbell, Joan G.	05/21/12
IL 3214	McDaniel, C. Eugene McDaniel, Bonnie S.	06/05/14
IL 233	McGaugh, Hervey A.	09/13/13
IL 233	McGaugh, Thea M.	09/13/13
IL 284	McLean, Jimette R.	07/14/11
IL 004A	McNaught, Burrel J. McNaught, Jo Ann F.	12/27/11
IL 313	McTieman, Phyllis	07/20/04
IL 003B	Meyers, Jean W.	06/06/96
IL 204	Misciagna, Marjorie	08/12/13
IL 175	Mileur, Robert J. Mileur, Verona B.	06/23/04
IL 265	Minton, Virginia L.	10/31/11
IL 3205	Moll, Donald E.	12/04/13
IL 103	Munsell, William E. Munsell, Patricia J.	07/29/11
IL 1210	Muterspaugh, Lloyd Muterspaugh, Linda L.	11/20/13
IL 231	Neal, Helen W.	12/15/12
IL 280	Netherton, Lowell	07/15/05
IL 003B	Northcutt, Jim J. Northcutt, Darlene	06/13/13
IL 2212	Noxon, Stanley C. Noxon, Nancy	12/03/13
IL 239	Ocker, Kathryn V.	03/13/12
IL 386	Osborn, Jack	05/02/11
IL 003A	Osborn, Marianna R. Osborn, Charles R.	10/26/11
IL 005A	Pace, Wila Dene	07/21/11
IL 172	Pardee, Elaine	03/02/04
IL 167	Park, Reno K. Park, Valma F.	07/04/09
IL 215	Parnell, Emily T.	11/28/12
MC 523	Parr, Virginia M.	02/16/05
IL 304	Partney, Tom	12/08/07

	Estate of Hazel Partney Hazel D. Tuttle Living Trust	
IL 114	Pelsue, Clara L.	04/22/06
IL 1205	Penn, Marjorie A.	03/31/14
IL 2213	Plaxico, James S. Plaxico, Jessie E.	02/28/14
IL 001A	Pope, Donald E. Pope, Eda S.	04/26/13
MC417	Porter, Evangeline J.	10/18/11
IL 205	Potter, Evelyn and Jack	10/29/08
IL 139	Prill, Dale L.	03/29/07
IL 1207	Raney, Betty L. Raney, Herbert E.	12/20/13
IL 106	Reames, Maryallene	01/22/09
IL 256	Redding, Paul B. Redding, Joan S.	12/22/04
IL 128	Reed, Philip Reed, Moira	07/21/10
IL 121	Reid, Elaine	10/15/12
IL 007A	Reppert, Wilma D.	04/11/13
IL 268	Reynolds, Donna V.	06/15/11
IL 374	Richards, Meredith N.	12/31/09
IL 017B	Robins, Betty D.	06/17/13
IL 354	Robison, Patricia H.	07/29/11
IL 2207	Rouk, Nila	12/19/13
IL 186	Schallenmuller, Jullus Schallenmuller, Christine N.	06/02/04
IL 125	Schelhing, Bettye	02/07/07
DE 1414	Schroeder, Sylvia	05/18/12
IL 223	Seals, Ralph E. Seals, Pansy J.	06/02/06
IL 208	Self, Jane M.	06/03/13
AL 2402	Sherman, Beth K.	9/12/07
IL 174	Shock, James E. Shock, Lauren K.	09/24/13
DE 1417	Simpson, Ruby L.	5/28/93
IL 017A	Sinnreich, Richard H. Sinnreich, Carol A.	07/10/12
IL 6B	Smith, Cindy	08/30/12
IL 126	Sokatch, Carol	12/02/13
IL 177	Spencer, Polly Q.	08/25/11
IL 206	Stanley, Virginia	05/12/14
AL 2403	Stone, Victoria	05/15/12
IL 2204	Strong, Joyce J.	02/07/14

IL 310	Sturdevant, Letha I.	09/30/08
IL 260	Sullivan, Shirley M.	05/10/13
IL 322	Taylor, Helen G. Taylor, James C.	12/10/10
MC 404	Taylor, John A. Taylor JoAnn A.	09/22/09
IL 271	Taylor, L.D.	06/03/11
IL 211	Thomason, David B.	06/17/05
AL 2423	Thornbrough, Martha R.	05/28/04
IL 263	Tobin, Angeline M.	10/01/08
DE 1422	Totusek, Nellie L. Totusek, Robert	11/28/06
IL 3201	Tysor, James W. Tysor, Frances W.	07/17/13
IL 321	Underwood, John	08/01/12
IL 359	Vater, Margaret A.	07/22/11
IL 206	Velma Beissier Trust	07/01/12
IL 105	Vollmer, Irene M.	02/05/05
AL 2413	Walker, Keith F.	10/10/08
IL 019B	Walker, Vynetta	03/01/06
IL 351	Wallingford, Cecil L. Wallingford, Donna J.	07/29/11
IL 258	Wallop, Judith W.	07/15/04
IL 019A	Ward, Laura A.	01/30/06
MC525A	Dawson, Jovan (refund to Watkins, Lynn)	10/01/12
IL 360	Weathers, Margie R.	09/10/12
IL 383	Webb, Nancie C. Webb, George	06/01/06
IL 1213	Weber, Marvin C. Weber, Elizabeth	12/02/13
IL 305	Welrick, Forrest Welrick, Iris	10/11/13
IL 3213	Welch, Marlene	04/28/14
IL 111	Wetwiska, Sharon S.	11/24/03
AL 2410	White, James F.	03/15/07
IL 330	Williams, Betty J.	12/18/08
IL 214	Williams, Marilyn A.	04/23/13
IL 3209	Wilson, Paris G.	02/07/14
IL 222	Winslow, Neil C. Winslow, Katherine	06/24/13
IL 373	Wischropp, Theodore W. Wischropp, Kathryn E.	09/01/11
IL 016B	Wood, James E. Wood, Evelyn G.	11/30/05

DE 1440	Woods, Everett M. Woods, Barbara B.	06/12/98
IL 279	Yates, Beverly J.	04/15/11
MC531B	Yearout, Loretha J.	06/16/04
IL 269	Zumwalt, Willis H. Zumwalt, Nancy J.	03/26/07

Exhibit "B"

Epworth Villa

Name	Unit number - status	Date	Balance
<u>Former Residents - Unit Sold and Refund Currently Due</u>			
John Bertoldi	Refund Unit 26/sold 5/15/14	6/7/2014	146,000.00
Velma Bessier Trust	Refund #206 /sold 5/12/14	6/7/2014	235,303.70
 <u>Refund Currently Due - Chose Not to Reside at Epworth Villa</u>			
Joe Legako	Refund	7/7/2014	13,400.00
Nadine Dodd	Refund	7/2/2014	13,000.00
 <u>Former Residents - Refunds Currently Due - Credit Balances</u>			
Bobby Brown	refund credit balance	7/9/2014	1,152.05
Greg Campbell	refund credit balance	7/9/2014	18.00
Lynn Watkins	refund credit balance	7/10/2014	2,738.00
Mary Bredel	refund credit balance	7/10/2014	80.00
Alberta Barker Trust	refund credit balance	7/9/2014	5,420.00